

Exhibit 9

PEPSICO INC.
NORTHERN BOTTLING vs PEPSICO

March 22, 2018

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<p style="text-align: right;">Page 1</p> <p>1 IN THE UNITED STATES DISTRICT COURT</p> <p>2 FOR THE DISTRICT OF NORTH DAKOTA</p> <p>3 NORTHWESTERN DIVISION</p> <p>4</p> <p>5 NORTHERN BOTTLING CO., INC.,)</p> <p>6 Plaintiff,)</p> <p>7 vs.) No. 4:150-cv-133</p> <p>8 PEPSICO, INC.,)</p> <p>9 Defendant.)</p> <p>10</p> <p>11 The videotaped 30(b)(6) deposition of</p> <p>12 PEPSICO, INC., by ELIZABETH VAN HOUTEN, called for</p> <p>13 examination, taken pursuant to the Federal Rules of</p> <p>14 Civil Procedure of the United States District</p> <p>15 Courts pertaining to the taking of depositions,</p> <p>16 taken before KRISTIN C. BRAJKOVICH, a Certified</p> <p>17 Shorthand Reporter, CSR. No. 84-3810, of said</p> <p>18 state, at Suite 2900, Three First National Plaza,</p> <p>19 70 West Madison Street, Chicago, Illinois, on the</p> <p>20 22nd day of March, A.D. 2018, at 11:02 a.m.</p> <p>21</p> <p>22</p> <p>23</p> <p>24</p>	<p style="text-align: right;">Page 3</p> <p>1 PRESENT (Continued):</p> <p>2 RILEY SAFER HOLMES & CANCELA LLP,</p> <p>3 (Three First National Plaza,</p> <p>4 70 West Madison Street,</p> <p>5 Chicago, Illinois 60602,</p> <p>6 1-312-471-8770), by:</p> <p>7 MR. THOMAS B. QUINN,</p> <p>8 tqinn@rshc-law.com, and</p> <p>9 MS. PATRICIA MATHY,</p> <p>10 pmathy@rshc-law.com,</p> <p>11 appeared on behalf of the Defendant.</p> <p>12</p> <p>13 ALSO PRESENT:</p> <p>14 MR. CHARLES S. BIENER, PepsiCo, Inc., Senior</p> <p>15 Counsel;</p> <p>16 MS. ANA M. McCARRON, PepsiCo, Inc., Senior</p> <p>17 Legal Specialist;</p> <p>18 MR. MARIO MERCURIO, PepsiCo, Inc., Senior</p> <p>19 Vice President, GM, Franchise Business Unit;</p> <p>20 MR. DARRIN MORRIS, Director, Franchise</p> <p>21 Development - Southeast Region;</p> <p>22 MR. DAVID LEHMAN, Legal Videographer.</p> <p>23</p> <p>24 REPORTED BY: KRISTIN C. BRAJKOVICH, No. 84-3810.</p>
<p style="text-align: right;">Page 2</p> <p>1 PRESENT:</p> <p>2</p> <p>3 RAGAIN & COOK, PC,</p> <p>4 (3936 Avenue B, Suite A-2,</p> <p>5 Billings, Montana 59102,</p> <p>6 1-406-206-4831), by:</p> <p>7 MR. JAMES M. RAGAIN,</p> <p>8 jim@lawmontana.com,</p> <p>9 -and-</p> <p>10 SULLIVAN MILLER LAW,</p> <p>11 (3860 Avenue B, Suite C East,</p> <p>12 Billings, Montana 59102,</p> <p>13 1-406-403-7066), by:</p> <p>14 MS. MICHELLE SULLIVAN,</p> <p>15 michelle.sullivan@sullivanmiller.com,</p> <p>16 appeared via video teleconference on</p> <p>17 behalf of the Plaintiff;</p> <p>18</p> <p>19</p> <p>20</p> <p>21</p> <p>22</p> <p>23</p> <p>24</p>	<p style="text-align: right;">Page 4</p> <p>1 THE VIDEOGRAPHER: I'm the videographer on</p> <p>2 March 22, 2018, for the recording of the deposition</p> <p>3 of Elizabeth Van Houten at the time of 11:02 a.m.</p> <p>4 Will the reporter please swear in the</p> <p>5 witness.</p> <p>6 (WHEREUPON, the witness was duly</p> <p>7 sworn.)</p> <p>8 MR. QUINN: Jim, just for the record, then</p> <p>9 Ms. Van Houten is going to address the Topics 1, 2,</p> <p>10 4, and 6 for the periods from approximately</p> <p>11 mid-2016 to the end point of the subject periods</p> <p>12 for each of those questions.</p> <p>13 MR. RAGAIN: And can we just stipulate -- and</p> <p>14 feel free to review them, Ms. Van Houten, but so I</p> <p>15 don't have to read each of the topics, Tom?</p> <p>16 MR. QUINN: Yeah, sure. She's going to put in</p> <p>17 front of her the Rule 30(b)(6) deposition notice,</p> <p>18 so she has that.</p> <p>19 ELIZABETH VAN HOUTEN,</p> <p>20 called as a witness herein, having been first duly</p> <p>21 sworn, was examined and testified as follows:</p> <p>22 EXAMINATION</p> <p>23 BY MR. RAGAIN:</p> <p>24 Q. Okay. And, Ms. Van Houten -- is it</p>

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<p style="text-align: right;">Page 5</p> <p>1 Houten with an H?</p> <p>2 A. Correct.</p> <p>3 Q. Okay. Thank you. Would you take a look</p> <p>4 at Topics 1, 2, 4, and 6?</p> <p>5 A. Okay.</p> <p>6 Q. And I'll just ask you, so the record is</p> <p>7 clear, you have been proffered by PepsiCo, Inc., to</p> <p>8 testify as a company witness on each of those</p> <p>9 topics?</p> <p>10 A. Correct.</p> <p>11 Q. Okay. Thank you. Could you state your</p> <p>12 name and your business address for me, please?</p> <p>13 A. Sure. It's Elizabeth Van Houten,</p> <p>14 business address is 1111 Westchester Avenue in</p> <p>15 White Plains, New York.</p> <p>16 Q. And what is your current position with</p> <p>17 PepsiCo, Inc.?</p> <p>18 A. I'm director of franchise development</p> <p>19 responsible for transshipping mitigation currently.</p> <p>20 Q. Okay. And how long have you been in</p> <p>21 that position?</p> <p>22 A. Just about two years.</p> <p>23 Q. And what did you do before that? Did</p> <p>24 you work in some other capacity for the company?</p>	<p style="text-align: right;">Page 7</p> <p>1 A. No.</p> <p>2 Q. Okay. And were you present during his</p> <p>3 testimony earlier today?</p> <p>4 A. I was.</p> <p>5 Q. Okay. And have you read Mr. Morris'</p> <p>6 previous deposition that was taken more or less a</p> <p>7 year ago in this case?</p> <p>8 A. I have.</p> <p>9 Q. Okay. What else have you -- what other</p> <p>10 deposition transcripts have you reviewed in this</p> <p>11 case?</p> <p>12 A. I reviewed Derek Lewis' deposition. I</p> <p>13 reviewed the -- I don't remember the individual's</p> <p>14 names, but the Enerbase and Envision depositions.</p> <p>15 That is all that I can recall in terms of</p> <p>16 depositions, that is.</p> <p>17 Q. I know this is a difficult question, a</p> <p>18 very broad question, but I'll ask it. Anything</p> <p>19 that you have read in this case really stand out to</p> <p>20 you as inaccurate testimony or testimony that you</p> <p>21 would disagree with?</p> <p>22 MR. QUINN: I'm going to object to that on the</p> <p>23 grounds it's vague, ambiguous, and overbroad.</p> <p>24</p>
<p style="text-align: right;">Page 6</p> <p>1 A. Yeah. Previously, most of the time in a</p> <p>2 franchise development manager role, calling on</p> <p>3 franchise bottlers in the northeast, a variety of</p> <p>4 different ones at different points in time.</p> <p>5 Q. Okay. Did you have anything to do with</p> <p>6 transshipping -- well, anything to do with</p> <p>7 transshipping enforcement prior to two years ago?</p> <p>8 A. Not directly, no. Bottlers that I would</p> <p>9 call on may file claims, but I didn't get directly</p> <p>10 involved in it.</p> <p>11 Q. Okay. Why did you move into your</p> <p>12 current position? Was it a step up for you?</p> <p>13 A. Yeah. It was career development, a</p> <p>14 natural progression into, you know, an escalating</p> <p>15 responsibility role.</p> <p>16 Q. Okay. And is your position essentially</p> <p>17 the same position that was held by Mr. Morris prior</p> <p>18 to two years ago?</p> <p>19 A. Yes.</p> <p>20 Q. Okay. Any significant differences that</p> <p>21 you are aware of --</p> <p>22 A. No.</p> <p>23 Q. -- in terms of your day-to-day</p> <p>24 activities and his?</p>	<p style="text-align: right;">Page 8</p> <p>1 BY THE WITNESS:</p> <p>2 A. Nothing that I'm aware of.</p> <p>3 BY MR. RAGAIN:</p> <p>4 Q. Okay. How about with Mr. Morris'</p> <p>5 testimony earlier today?</p> <p>6 MR. QUINN: Same objection.</p> <p>7 BY THE WITNESS:</p> <p>8 A. No.</p> <p>9 BY MR. RAGAIN:</p> <p>10 Q. Okay. So could you explain to me from</p> <p>11 your perspective how the PepsiCo Transshipment</p> <p>12 Enforcement Program works?</p> <p>13 A. Sure. The PepsiCo transshipment</p> <p>14 enforcement guidelines, it really lays out the</p> <p>15 steps that a bottler would take if they find</p> <p>16 transshipped product within their marketplace and</p> <p>17 want to report it. It just articulates the steps</p> <p>18 for them filing a claim, to submit to a spa box.</p> <p>19 It goes through the process of that claim then</p> <p>20 being dispatched to an outside investigator, and</p> <p>21 then it articulates through the details, where the</p> <p>22 bottlers -- both source bottler and complaining</p> <p>23 bottler will receive the claim details and kind of</p> <p>24 goes through that process.</p>

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<p style="text-align: right;">Page 9</p> <p>1 Q. Okay. So the -- I think in the past we 2 have used the term "offended bottler" and the 3 "transshipping bottler," just as an example. The 4 transshipping bottler would be the bottler that 5 manufactured the product, and we're primarily 6 talking about CSDs in this case, that ended up in 7 the territory of another bottler. Does that make 8 sense to you? 9 MR. QUINN: Let me just object, first, Jim, to 10 the characterization of the bottler as the 11 transshipping bottler. I believe we have talked 12 about source bottler, so I'm just going to object 13 to that characterization. 14 BY THE WITNESS: 15 A. That is what I was going to say. I 16 wouldn't identify it as a transshipping bottler. I 17 don't think that's accurate. I think it should be 18 considered a source bottler. 19 BY MR. RAGAIN: 20 Q. Okay. We'll use your label then for 21 today, source bottler. And the offended bottler 22 would be the bottler that is in the position, as in 23 this case, of Northern Bottling, where product 24 manufactured by another bottling entity ends up in</p>	<p style="text-align: right;">Page 11</p> <p>1 A. Within the PTEP application, PBC is 2 identified as one bottler, so claims are paid based 3 upon whether it's a debit or a credit for 4 infringement or for a credit back for the fines. 5 Identified by an SAP number and a bottler account 6 number and within the PTEP application, PBC is 7 identified as one. 8 Q. And does an individual PBC facility or 9 manufacturing unit, whatever you want to refer to 10 it as, that has a territory, is it required to 11 report when it finds product manufactured by 12 another PBC facility in its territory? 13 A. I wouldn't use the word "required." 14 Within there it is normally an internal process 15 that they would address with whichever other region 16 was applicable. 17 Q. But are they required to report it if 18 they find product from another PBC bottler in their 19 territory? 20 MR. QUINN: Jim, you need to repeat the 21 question because you broke up in the middle of it. 22 BY MR. RAGAIN: 23 Q. Okay. Are PBC facility managers 24 required to report if they find PBC products from</p>
<p style="text-align: right;">Page 10</p> <p>1 his exclusive territory. 2 A. Yes. 3 Q. Okay. So does the transshipping 4 enforcement program apply in situations where one 5 independent bottler has product that ends up in 6 another independent bottler's territory? 7 A. You are referring to the PepsiCo 8 Transshipment Enforcement Program, the guidelines? 9 Q. Yes. 10 A. Yeah, it articulates the steps and the 11 actions that would go through the process if they 12 requested to file a claim. 13 Q. Okay. And in that case the offended 14 bottler receives compensation, correct? 15 A. Correct. 16 Q. Okay. And the source bottler pays a 17 fine? 18 A. In addition to investigation fees, 19 correct. 20 Q. So does it also apply to a PBC facility 21 that finds product from another PBC facility in its 22 territory? 23 A. It does not. 24 Q. Okay. And why not?</p>	<p style="text-align: right;">Page 12</p> <p>1 another region or territory in their territory? 2 A. I wouldn't say required. In my 3 experience, it's certainly encouraged, so they can 4 vet that through internally and address anything 5 necessary from that. 6 Q. So I take it then the answer is, no, 7 they are not required to do that? 8 MR. QUINN: Objection, asked and answered. 9 BY MR. RAGAIN: 10 Q. Correct? 11 A. I would not use the word "required." I 12 would use the word "encouraged." 13 Q. Have there -- from your perspective, 14 have there been any significant changes to the 15 program since 2008? 16 A. I can't speak back to 2008. I would 17 have to speak from mid-year 2016. And, no, there 18 has not been in my time period in the role. 19 Q. Other than the transshipment enforcement 20 program, what other policies, procedure, rules, 21 regulations, plans, and actions has PepsiCo 22 promulgated and/or implemented that are for the 23 purpose of preventing transshipment into 24 territories of independent bottlers outside of the</p>

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<p style="text-align: right;">Page 13</p> <p>1 northeastern United States?</p> <p>2 A. In terms of policies, there's the PBC</p> <p>3 transshipping policy for employees. There's the</p> <p>4 PBC customer agreements that also have language</p> <p>5 addressing transshipping within those. There's</p> <p>6 also -- in terms of actions taken, I would consider</p> <p>7 the actions that, you know, I have taken since I</p> <p>8 have been in the role to address issues and</p> <p>9 identifying situations that we work with the PBC</p> <p>10 regions on, and I would also include cease and</p> <p>11 desist letters that have been sent out in regards</p> <p>12 to any potential sources, whether it be PBC</p> <p>13 customers or otherwise, that were potentially</p> <p>14 identified.</p> <p>15 Q. What do you mean by actions you have</p> <p>16 taken?</p> <p>17 A. I'll go specific --</p> <p>18 Q. Could you give me --</p> <p>19 A. Yeah, absolutely. I would go specific</p> <p>20 to Northern, where through reviewing claim details</p> <p>21 and utilizing the LTTS system, identifying</p> <p>22 potential sources and then working with the</p> <p>23 relevant PBC region teams to follow the steps</p> <p>24 articulated in the customer agreement and have the</p>	<p style="text-align: right;">Page 15</p> <p>1 to determine, through the information and data</p> <p>2 available to you with the PTEP and LTTS programs,</p> <p>3 who the diverter or diverters were with respect to</p> <p>4 the product that has ended up in Northern's</p> <p>5 territory?</p> <p>6 A. Could you be more specific in regards to</p> <p>7 what you mean by "diverter" and which portion of</p> <p>8 the path?</p> <p>9 Q. Which portion of the what?</p> <p>10 A. Diverter, the product could change hands</p> <p>11 more than once, so I'm not sure which aspect of</p> <p>12 diverter you are referring to.</p> <p>13 Q. Okay. I'm talking about the first time</p> <p>14 it's diverted from the territory or the channel,</p> <p>15 first customer, first purchaser.</p> <p>16 MR. QUINN: Let me just object to the</p> <p>17 question, in the sense that it lacks foundation</p> <p>18 with respect to the first purchaser.</p> <p>19 BY THE WITNESS:</p> <p>20 A. I'll answer your question this way. We</p> <p>21 could potentially identify, based upon the</p> <p>22 production codes in Northern's claims, potentially</p> <p>23 a PBC customer, based upon the LTTS data that the</p> <p>24 product may have been sold to. Post that sale, not</p>
<p style="text-align: right;">Page 14</p> <p>1 communications with the bottlers through that, so</p> <p>2 through those steps where I have been involved and</p> <p>3 engaged with them in attempts to mitigate.</p> <p>4 Q. Tell me what actions you have taken or</p> <p>5 what you have done to investigate the transshipping</p> <p>6 complaints made by Northern that are the subject of</p> <p>7 this litigation.</p> <p>8 A. Sure. So I'll actually refer back to</p> <p>9 what I was just previously referencing. Through</p> <p>10 reviewing Northern's claim details when they settle</p> <p>11 out, checking the production codes through LTTS to</p> <p>12 try to potentially identify sources and then</p> <p>13 identifying which region those potential sources</p> <p>14 would be -- which regions would be responsible for</p> <p>15 them, and then working with those region teams to</p> <p>16 understand actions that they are taking, again,</p> <p>17 pursuant to the PBC customer agreement that they</p> <p>18 have with them to address the mitigation or -- to</p> <p>19 address the mitigation and work through the steps</p> <p>20 that are articulated in the customer agreement. I</p> <p>21 wouldn't personally get involved in that, but I</p> <p>22 would engage in conversation to understand where we</p> <p>23 stood in the process.</p> <p>24 Q. As we sit here today, have you been able</p>	<p style="text-align: right;">Page 16</p> <p>1 able to identify the path that it may have taken to</p> <p>2 Northern's territory.</p> <p>3 BY MR. RAGAIN:</p> <p>4 Q. Okay. So for -- with respect to the</p> <p>5 complaints made, the product identified by Northern</p> <p>6 in its complaints to you, have you been able to</p> <p>7 determine who the first purchaser was for all of</p> <p>8 that product?</p> <p>9 A. There were potentially identified</p> <p>10 sources, and I say potentially because, to Darrin's</p> <p>11 point about LTTS, product could be commingled</p> <p>12 codes, so it's based upon the direction of what</p> <p>13 LTTS -- the data that we have reviewed with that.</p> <p>14 Through that we were able to potentially</p> <p>15 identify three sources in my time, in my experience</p> <p>16 with it, that may have been the source of product</p> <p>17 into Northern's territory.</p> <p>18 Q. And who were those three possible</p> <p>19 sources?</p> <p>20 A. There were three customers, Master</p> <p>21 Wholesale, Chicago Vending, and M&P Vending.</p> <p>22 Q. Master Wholesale and M&P Vending?</p> <p>23 A. Correct. And Chicago Vending.</p> <p>24 Q. And do all three of those entities</p>

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<p style="text-align: right;">Page 17</p> <p>1 have -- or did they have customer agreements with</p> <p>2 PepsiCo or PBC?</p> <p>3 A. To my knowledge, they each had an</p> <p>4 agreement with PBC.</p> <p>5 Q. And what was done with respect to</p> <p>6 those -- those three possible sources to get them</p> <p>7 to stop diverting product?</p> <p>8 MR. QUINN: Objection, lack of foundation.</p> <p>9 BY THE WITNESS:</p> <p>10 A. So just so I understand what you are --</p> <p>11 MR. QUINN: You can go ahead.</p> <p>12 BY THE WITNESS:</p> <p>13 A. Just so I understand what you are</p> <p>14 asking, you want to know for each of those</p> <p>15 customers independently, what actions were taken</p> <p>16 with each of those by PBC region team?</p> <p>17 BY MR. RAGAIN:</p> <p>18 Q. Sure.</p> <p>19 A. So in regard to Master Wholesale, again,</p> <p>20 all based upon the steps within the customer</p> <p>21 agreement, they were actually shut off on sourcing</p> <p>22 Pepsi, Dew, regular and diet, 20 ounce, and 1 liter</p> <p>23 product.</p> <p>24 And then in regard to Chicago Vend and</p>	<p style="text-align: right;">Page 19</p> <p>1 other than the product that ended up in Northern's</p> <p>2 territory?</p> <p>3 A. Again, to my knowledge, for each of</p> <p>4 them, they had been identified through the standard</p> <p>5 reporting that comes out that is part of PBC's</p> <p>6 process for managing transshipping claim results,</p> <p>7 so they were each at their individual points. That</p> <p>8 is why Master Wholesale was actually shut off,</p> <p>9 based upon the three-step policy within PBC's</p> <p>10 customer agreement and also why Chicago Vend and</p> <p>11 M&P were put on allocation.</p> <p>12 Q. And why was Master Wholesale shut off as</p> <p>13 opposed to put on allocation like the other two</p> <p>14 were?</p> <p>15 A. Because of where they were in the steps</p> <p>16 of the PBC customer agreement to manage</p> <p>17 transshipping.</p> <p>18 Q. Okay. And do you know for how long they</p> <p>19 were shut off, Master Wholesale?</p> <p>20 A. Three months.</p> <p>21 Q. And how was that determined?</p> <p>22 A. To be honest, I'm not sure. I wasn't</p> <p>23 involved in that process, determining the time</p> <p>24 period.</p>
<p style="text-align: right;">Page 18</p> <p>1 M&P, they were placed on allocation and had impacts</p> <p>2 to their funding.</p> <p>3 Q. And where is Master Wholesale located?</p> <p>4 A. To be honest, I'm not sure of their</p> <p>5 exact location.</p> <p>6 Q. Generally speaking, do you know where</p> <p>7 they are located?</p> <p>8 A. Midwest.</p> <p>9 Q. Okay. Chicago area?</p> <p>10 A. Possibly. I'm not sure of the exact --</p> <p>11 I don't call directly on the customer, so I'm not</p> <p>12 sure exactly where.</p> <p>13 Q. Okay. How about M&P Vending?</p> <p>14 A. Again, I would have to say Midwest</p> <p>15 region for all three because I'm not sure of exact</p> <p>16 locations.</p> <p>17 Q. Okay. Do you know what channels</p> <p>18 these -- these three sources operate in?</p> <p>19 A. Between wholesale and vending.</p> <p>20 Q. Do you know how long each of them has</p> <p>21 done business with PepsiCo?</p> <p>22 A. I do not.</p> <p>23 Q. Do you know whether PepsiCo has had</p> <p>24 problems with these customers diverting product</p>	<p style="text-align: right;">Page 20</p> <p>1 Q. And how -- describe for me the</p> <p>2 allocation terms that M&P Vending were put under.</p> <p>3 A. I don't recall the exact allocation</p> <p>4 percentage that they were put on.</p> <p>5 Q. How about Chicago Vending?</p> <p>6 A. No, I don't recall that percentage</p> <p>7 either.</p> <p>8 Q. And how long were they put on allocation</p> <p>9 for?</p> <p>10 A. To my knowledge, the allocation stayed</p> <p>11 in place. They didn't come back off of that.</p> <p>12 Q. Okay. So describe for me what this</p> <p>13 allocation consists of. When you say somebody is</p> <p>14 put on allocation, what does that mean?</p> <p>15 A. The quantity of product that they can</p> <p>16 purchase is reduced.</p> <p>17 Q. And do you know by how much</p> <p>18 M&P Vending's product allocation was reduced?</p> <p>19 A. No. As I just said, I don't know for</p> <p>20 either one of them.</p> <p>21 Q. How about Chicago Vending?</p> <p>22 A. No.</p> <p>23 MR. RAGAIN: That is all I have. Thank you.</p> <p>24 MR. QUINN: Let's take a short break, Jim, and</p>

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<p style="text-align: right;">Page 21</p> <p>1 we'll be right back. I may have a couple of</p> <p>2 clean-up questions for Liz, so no more than five</p> <p>3 minutes. Just give us a quick one.</p> <p>4 MR. RAGAIN: Sounds good.</p> <p>5 THE VIDEOGRAPHER: We are off the record. The</p> <p>6 time is 11:26 a.m.</p> <p>7 (WHEREUPON, a recess was had.)</p> <p>8 THE VIDEOGRAPHER: We are back on the record.</p> <p>9 The time is 11:29 a.m.</p> <p>10 EXAMINATION</p> <p>11 BY MR. QUINN:</p> <p>12 Q. Ms. Van Houten, I just have a couple of</p> <p>13 follow-up questions. Mr. Ragain asked you earlier</p> <p>14 what depositions you had reviewed, and I just want</p> <p>15 to ask, did you also have a chance to review the</p> <p>16 deposition of Vincent Frisone of L&V?</p> <p>17 A. I did. Yes, I did review his.</p> <p>18 Q. And he was also asking you a question</p> <p>19 about whether or not PBC reports transshipments</p> <p>20 through the PTEP, PepsiCo Transshipment Enforcement</p> <p>21 Program, to you or to your team, and I believe you</p> <p>22 indicated that PBC did not, that it's treated as</p> <p>23 one bottler?</p> <p>24 A. Correct.</p>	<p style="text-align: right;">Page 23</p> <p>1 MR. RAGAIN: Nothing further. Thank you.</p> <p>2 MR. QUINN: So, Jim, we also have one</p> <p>3 additional representative to testify regarding</p> <p>4 Topic No. 2, and that is Mario Mercurio, and what</p> <p>5 he would testify about are plans or actions</p> <p>6 relating to his interactions with the independent</p> <p>7 bottling community to address the issue of</p> <p>8 transshipment and steps that could be taken to</p> <p>9 preclude or to prevent or to mitigation</p> <p>10 transshipment. So it's topic -- it's a portion of</p> <p>11 Topic No. 2. Mr. Mercurio, would you come over?</p> <p>12 Okay. The court reporter has indicated</p> <p>13 that he needs to go off the record and start up</p> <p>14 again, like he did with Ms. Van Houten.</p> <p>15 MR. RAGAIN: That's great.</p> <p>16 THE VIDEOGRAPHER: This marks the end of</p> <p>17 today's deposition. The time is 11:33 a.m. We are</p> <p>18 now off the record.</p> <p>19 FURTHER DEPONENT SAITH NOT.</p> <p>20</p> <p>21</p> <p>22</p> <p>23</p> <p>24</p>
<p style="text-align: right;">Page 22</p> <p>1 Q. Now, there are also independent bottlers</p> <p>2 that may have more than one legacy territory within</p> <p>3 their particular franchise, correct?</p> <p>4 A. Correct.</p> <p>5 Q. Do those bottlers report as one or as</p> <p>6 multiple bottlers?</p> <p>7 A. They report as one.</p> <p>8 Q. Okay. In your experience, have any of</p> <p>9 those independent bottlers ever reported as a</p> <p>10 transshipment through PTEP sales from one legacy</p> <p>11 territory to another?</p> <p>12 A. No.</p> <p>13 Q. Okay. And then finally, right before we</p> <p>14 broke Mr. Ragain was asking you some questions</p> <p>15 about the steps that PBC had taken with respect to</p> <p>16 Master Wholesale, M&P Vending, and Chicago Vending.</p> <p>17 Do you recall that testimony?</p> <p>18 A. Yes.</p> <p>19 Q. Since those steps were taken, do you</p> <p>20 know whether any of those three entities have shown</p> <p>21 up as possible sources of transshipped product into</p> <p>22 Northern Bottling's territory?</p> <p>23 A. They have not.</p> <p>24 MR. QUINN: Okay. No further questions.</p>	<p style="text-align: right;">Page 24</p> <p>1 STATE OF ILLINOIS)</p> <p>2) SS:</p> <p>3 COUNTY OF C O O K)</p> <p>4 I, KRISTIN C. BRAJKOVICH, a Certified</p> <p>5 Shorthand Reporter of said state, do hereby</p> <p>6 certify:</p> <p>7 That previous to the commencement of the</p> <p>8 examination of the witness, the witness was duly</p> <p>9 sworn to testify the whole truth concerning the</p> <p>10 matters herein;</p> <p>11 That the foregoing deposition transcript</p> <p>12 was reported stenographically by me,</p> <p>13 was thereafter reduced to typewriting under my</p> <p>14 personal direction and constitutes a true record</p> <p>15 of the testimony given and the proceedings had;</p> <p>16 That the said deposition was taken</p> <p>17 before me at the time and place specified;</p> <p>18 That I am not a relative or employee</p> <p>19 or attorney or counsel, nor a relative or</p> <p>20 employee of such attorney or counsel for any of</p> <p>21 the parties hereto, nor interested directly or</p> <p>22 indirectly in the outcome of this action.</p> <p>23 IN WITNESS WHEREOF, I do hereunto set my</p> <p>24 hand and affix my seal of office at Chicago,</p>

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<p>Page 25</p> <p>1 Illinois, this 3rd day of April, 2018.</p> <p>2</p> <p>3</p> <p>4</p> <p>5</p> <p>6</p> <p>7 C.S.R. Certificate No. 84-3810.</p> <p>8</p> <p>9</p> <p>10</p> <p>11</p> <p>12</p> <p>13</p> <p>14</p> <p>15</p> <p>16</p> <p>17</p> <p>18</p> <p>19</p> <p>20</p> <p>21</p> <p>22</p> <p>23</p> <p>24</p>	<p>Page 27</p> <p>1 DEPOSITION ERRATA SHEET</p> <p>2</p> <p>3 Our Assignment No. J0595213</p> <p>4 Case Caption: Northern Bottling Co., Inc., vs.</p> <p>5 PepsiCo, Inc.</p> <p>6</p> <p>7 DECLARATION UNDER PENALTY OF PERJURY</p> <p>8</p> <p>9 I declare under penalty of perjury that</p> <p>10 I have read the entire transcript of my deposition</p> <p>11 taken in the captioned matter or the same has been</p> <p>12 read to me, and the same is true and accurate, save</p> <p>13 and except for changes and/or corrections, if any,</p> <p>14 as indicated by me on the DEPOSITION ERRATA SHEET</p> <p>15 hereof, with the understanding that I offer these</p> <p>16 changes as if still under oath.</p> <p>17</p> <p>18 Signed on the _____ day of</p> <p>19 _____, 20____.</p> <p>20</p> <p>21</p> <p>22</p> <p>23 _____</p> <p>24 ELIZABETH VAN HOUTEN</p>
<p>Page 26</p> <p>1 INDEX</p> <p>2 WITNESS EXAMINATION</p> <p>3 ELIZABETH VAN HOUTEN</p> <p>4 By Mr. Ragain 4</p> <p>5 By Mr. Quinn 21</p> <p>6</p> <p>7</p> <p>8</p> <p>9 EXHIBITS</p> <p>10 NUMBER PAGE</p> <p>11 NONE.</p> <p>12</p> <p>13</p> <p>14</p> <p>15</p> <p>16</p> <p>17</p> <p>18</p> <p>19</p> <p>20</p> <p>21</p> <p>22</p> <p>23</p> <p>24</p>	<p>Page 28</p> <p>1 DEPOSITION ERRATA SHEET</p> <p>2</p> <p>3 Page No. _____ Line No. _____ Change To: _____</p> <p>4 Reason for Change: _____</p> <p>5 Page No. _____ Line No. _____ Change To: _____</p> <p>6 Reason for Change: _____</p> <p>7 Page No. _____ Line No. _____ Change To: _____</p> <p>8 Reason for Change: _____</p> <p>9 Page No. _____ Line No. _____ Change To: _____</p> <p>10 Reason for Change: _____</p> <p>11 Page No. _____ Line No. _____ Change To: _____</p> <p>12 Reason for Change: _____</p> <p>13 Page No. _____ Line No. _____ Change To: _____</p> <p>14 Reason for Change: _____</p> <p>15 Page No. _____ Line No. _____ Change To: _____</p> <p>16 Reason for Change: _____</p> <p>17 Page No. _____ Line No. _____ Change To: _____</p> <p>18 Reason for Change: _____</p> <p>19 Page No. _____ Line No. _____ Change To: _____</p> <p>20 Reason for Change: _____</p> <p>21 Page No. _____ Line No. _____ Change To: _____</p> <p>22 Reason for Change: _____</p> <p>23 SIGNATURE: _____ DATE: _____</p> <p>24 ELIZABETH VAN HOUTEN</p>

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<p style="text-align: right;">Page 29</p> <p>1 DEPOSITION ERRATA SHEET</p> <p>2</p> <p>3 Page No. _____ Line No. _____ Change To: _____</p> <p>4 Reason for Change: _____</p> <p>5 Page No. _____ Line No. _____ Change To: _____</p> <p>6 Reason for Change: _____</p> <p>7 Page No. _____ Line No. _____ Change To: _____</p> <p>8 Reason for Change: _____</p> <p>9 Page No. _____ Line No. _____ Change To: _____</p> <p>10 Reason for Change: _____</p> <p>11 Page No. _____ Line No. _____ Change To: _____</p> <p>12 Reason for Change: _____</p> <p>13 Page No. _____ Line No. _____ Change To: _____</p> <p>14 Reason for Change: _____</p> <p>15 Page No. _____ Line No. _____ Change To: _____</p> <p>16 Reason for Change: _____</p> <p>17 Page No. _____ Line No. _____ Change To: _____</p> <p>18 Reason for Change: _____</p> <p>19 Page No. _____ Line No. _____ Change To: _____</p> <p>20 Reason for Change: _____</p> <p>21 Page No. _____ Line No. _____ Change To: _____</p> <p>22 Reason for Change: _____</p> <p>23 SIGNATURE: _____ DATE: _____</p> <p>24 ELIZABETH VAN HOUTEN</p>	

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DEPOSITION ERRATA SHEET

Our Assignment No. J0595213

Case Caption: Northern Bottling Co., Inc., vs.
PepsiCo, Inc.

DECLARATION UNDER PENALTY OF PERJURY

I declare under penalty of perjury that
I have read the entire transcript of my deposition
taken in the captioned matter or the same has been
read to me, and the same is true and accurate, save
and except for changes and/or corrections, if any,
as indicated by me on the DEPOSITION ERRATA SHEET
hereof, with the understanding that I offer these
changes as if still under oath.

Signed on the 9th day of

APRIL, 2018.



ELIZABETH VAN HOUTEN

ERRATA SHEET

CASE: NORTHERN BOTTLING VS. PEPSICO INC.

DATE: MARCH 22, 2018

WITNESS: ELIZABETH VAN HOUTEN

<u>PAGE</u>	<u>LINES</u>	<u>FROM</u>	<u>TO</u>	<u>REASON FOR CHANGE</u>
15	24	that sale, not	that sale, we are not	mistranscription
16	11-12	product could be commingled codes, so	product codes could be commingled, so	mistranscription